

**EXHIBIT A**

Proposed Order

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

In re:

RTI HOLDING COMPANY, LLC,<sup>1</sup>

Debtors.

Chapter 11

Case No. 20-12456 (JTD)

(Jointly Administered)

Ref. Docket No. \_\_\_\_\_

**ORDER GRANTING DEBTORS' MOTION FOR PROTECTIVE ORDER AS TO BNA  
ASSOCIATES LLC'S DEPOSITION NOTICE AND REQUESTS FOR PRODUCTION,  
AND/OR MOTION TO QUASH BNA ASSOCIATES LLC'S DEPOSITION NOTICE**

Upon consideration of the *Debtors' Motion for Protective Order as to BNA*

*Associates LLC's Deposition Notice and Requests for Production, and/or Motion to Quash BNA*

*Associates LLC's Deposition Notice* the "Motion"; the Court having reviewed the Motion and

the record with respect to BNA Associates LLC's ("BNA") Deposition Notice<sup>2</sup> and Document

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<sup>1</sup> The Debtors in these chapter 11 cases and the last four digits of each Debtor's U.S. tax identification number are as follows: RTI Holding Company, LLC (4966); Ruby Tuesday, Inc. (5239); Ruby Tuesday, LLC (1391); RTBD, LLC (6505); RT of Carroll County, LLC (8836); RT Denver Franchise, L.P. (2621); RT Detroit Franchise, LLC (8738); RT Distributing, LLC (6096); RT Finance, LLC (7242); RT FL Gift Cards, Inc. (2189); RT Florida Equity, LLC (7159); RT Franchise Acquisition, LLC (1438); RT of Fruitland, Inc. (1103); RT Indianapolis Franchise, LLC (6016); RT Jonesboro Club (2726); RT KCMO Franchise, LLC (7020); RT Kentucky Restaurant Holdings, LLC (7435); RT Las Vegas Franchise, LLC (4969); RT Long Island Franchise, LLC (4072); RT of Maryland, LLC (7395); RT Michiana Franchise, LLC (8739); RT Michigan Franchise, LLC (8760); RT Minneapolis Franchise, LLC (2746); RT Minneapolis Holdings, LLC (7189); RT New England Franchise, LLC (4970); RT New Hampshire Restaurant Holdings, LLC (7438); RT New York Franchise, LLC (1154); RT Omaha Franchise, LLC (7442); RT Omaha Holdings, LLC (8647); RT One Percent Holdings, LLC (6689); RT One Percent Holdings II, LLC (2817); RT Orlando Franchise, LP (5105); RT Restaurant Services, LLC (7283); RT South Florida Franchise, LP (3535); RT Southwest Franchise, LLC (9715); RT St. Louis Franchise, LLC (6010); RT Tampa Franchise, LP (5290); RT Western Missouri Franchise, LLC (6082); RT West Palm Beach Franchise, LP (0359); RTTA, LP (0035); RTT Texas, Inc. (2461); RTTT, LLC (9194); Ruby Tuesday of Allegany County, Inc. (8011); Ruby Tuesday of Bryant, Inc. (6703); Ruby Tuesday of Columbia, Inc. (4091); Ruby Tuesday of Frederick, Inc. (4249); Ruby Tuesday of Linthicum, Inc. (8716); Ruby Tuesday of Marley Station, Inc. (1641); Ruby Tuesday of Pocomoke City, Inc. (0472); Ruby Tuesday of Russellville, Inc. (1601); and Ruby Tuesday of Salisbury, Inc. (5432). The Debtors' mailing address is 333 East Broadway Ave., Maryville, TN 37804.

<sup>2</sup> Any defined terms not defined in this Order shall have the meanings ascribed to them in Debtors' Motion.

Requests directed at Debtors, and the above-captioned cases; and having determined that notice of the Motion was sufficient under the circumstances; and the Court having determined that the legal and factual bases set forth in the Motion establish just cause for the relief granted herein, it is HEREBY ORDERED THAT:

1. The Motion is GRANTED as set forth herein.
2. Debtors are absolved from any requirement to designate witnesses or participate in any deposition that BNA seeks to take of any Debtors relating to the Plan, the Bid Procedures Motion, the Bid Procedures Order, or any of the topics specified in BNA's Deposition Notice.
3. The Court quashes the Deposition Notice.
4. Debtors are absolved from any requirement to respond, object, produce documents, or produce a privilege log in response to BNA's Document Requests.
5. Notwithstanding the possible applicability of any Bankruptcy Rule, this Order shall be immediately effective and enforceable upon its entry, and there shall be no stay of effectiveness or execution of this Order.
6. The Court shall retain exclusive jurisdiction over any and all matters arising from or related to the implementation, interpretation, or enforcement of this Order.